

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MiddleBrook Pharmaceuticals, Inc.		07/30/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Victory Pharma, Inc.		
Street Address:	11682 El Camino Real		
Internal Address:	Suite 250		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92130		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	3354517		
Registration Number:	0881598	KEFLEX	
Registration Number:	3259839	KEFLEX 250 MG	
Registration Number:	3259840	KEFLEX 500 MG	
Registration Number:	3259841	KEFLEX 750 MG	
Serial Number:	77625855	M1	
Registration Number:	3627404	MOXATAG	
Registration Number:	3706773	MOXATAG 1	
Serial Number:	77906187	MOXATAG PAK	
Serial Number:	77934413	MOXATAG PAK	
Serial Number:	77693797	MOXPAK	
Serial Number:	77673512	MOX-PAK	
Serial Number:	77850590	MOXPAK 1	

OP \$365.00 3354517

900169554

TRADEMARK  
 REEL: 004261 FRAME: 0958

Registration Number:	3220454	PULSYS
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**CORRESPONDENCE DATA**

Fax Number: (858)876-1604

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 858 353 9285

Email: westdocket@holleymenker.com

Correspondent Name: Holley &amp; Menker, P.A./G. Holley

Address Line 1: P.O. Box 96

Address Line 4: Solana Beach, CALIFORNIA 92075

ATTORNEY DOCKET NUMBER:	1202.F1001US00
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NAME OF SUBMITTER:	Gabrielle A. Holley
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Signature:	/GAHolley/
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Date:	08/17/2010
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**Total Attachments: 4**

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**TRADEMARK ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and is effective this July 30, 2010 (the "Effective Date"), by and between MiddleBrook Pharmaceuticals, Inc., a Delaware corporation, having its principal offices at 7 Village Circle, Suite 100, Westlake, TX 76262 ("Assignor") and Victory Pharma, Inc., a Delaware corporation, having its principal offices at 11682 El Camino Real, Suite 250 San Diego, CA 92130 ("Assignee").

WHEREAS, upon the terms and subject to the conditions set forth in that certain Asset Purchase Agreement, dated as of May 14, 2010, by and between Assignor and Assignee (the "Asset Purchase Agreement"), Assignor owns and has agreed to sell, convey, transfer, assign and deliver to Assignee all of Assignor's right, title and interest in and to the Product Marks and Other Marks (in each case as defined in the Asset Purchase Agreement), including the trademarks and trademark applications and registrations as shown in Schedules A , B and C attached hereto (the "Applications and Registrations"), and the goodwill associated therewith (together with the trademarks and the Applications and Registrations, the "Marks").

NOW, THEREFORE, for good and valuable consideration as set out in the Asset Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns unto Assignee all right, title and interest in and to the Marks, together with any common law rights and the goodwill of the business symbolized therewith, as well as the right (but not the obligation) to assert the Marks and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur.

2. The portion of Assignor's business to which the Marks pertain is an ongoing and existing business.

3. Assignee is the successor to the portion of Assignor's business to which the Marks pertain.

4. This document may be executed in two counterparts, each of which shall be deemed to be an original and all such counterparts shall constitute but one and the same instrument.

MIDDLEBROOK PHARMACEUTICALS, INC.

By:  \_\_\_\_\_

Name: David Becker

Title: Executive Vice President, Chief  
Financial Officer, and Acting Chief  
Executive Officer and President

VICTORY PHARMA, INC.

By: \_\_\_\_\_

Name: David Parker

Title: Chief Financial Officer

3. Assignee is the successor to the portion of Assignor's business to which the Marks pertain.

4. This document may be executed in two counterparts, each of which shall be deemed to be an original and all such counterparts shall constitute but one and the same instrument.

MIDDLEBROOK PHARMACEUTICALS, INC.

By: \_\_\_\_\_

Name: David Becker

Title: Executive Vice President, Chief  
Financial Officer, and Acting Chief  
Executive Officer and President

VICTORY PHARMA, INC.

By:  \_\_\_\_\_

Name: David Parker

Title: Chief Financial Officer

# SCHEDULE A

## U.S. Applications and Registrations

MARK	APP. NO.	REG. NO.	APP. DATE	REG. DATE
Design Only (Green Capsule)	76670824	3354517	2006-12-26	2007-12-11
KEFLEX	72311361	0881598	1968-11-05	1969-12-02
KEFLEX 250 MG & Design	76670776	3259839	2006-12-26	2007-07-10
KEFLEX 333 MG & Design	76670775	n/a	2006-12-26	n/a
KEFLEX 500 MG & Design	76670777	3259840	2006-12-26	2007-07-10
KEFLEX 750 MG & Design	76670823	3259841	2006-12-26	2007-07-10
ml (Stylized)	77625855	n/a	2008-12-03	n/a
MIDDLEBROOK	76671793	3379090	2007-01-25	2008-02-05
MIDDLEBROOK PHARMACEUTICALS (Stylized)	76675269	3379091	2007-04-10	2008-02-05
MOX10	77673511	n/a	2009-02-19	n/a
MOXAKIT	77673517	n/a	2009-02-19	n/a
MOXATAG	77683106	3627404	2007-10-18	2009-05-26
MOXATAG 1 (Stylized)	77625829	3706773	2008-12-03	2009-11-03
MOXATAG PAK (Stylized)	77906187	n/a	2010-01-06	n/a
MOXATAG PAK	77934413	n/a	2010-02-12	n/a
MOXATEN	77673515	n/a	2009-02-19	n/a
MOXPAK	77693797	n/a	2009-03-18	n/a
MOX-PAK	77673512	n/a	2009-02-19	n/a
MOXPAK 1 (Stylized)	77850590	n/a	2009-10-16	n/a
PULSYS	78077941	3220454	2001-08-07	2007-03-20
REDEFINING THE PARADIGM	78285866	2932810	2003-08-11	2005-03-15